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17   **UNITED STATES DISTRICT COURT**

18   **DISTRICT OF NEVADA**

19 ORACLE USA, INC., et al.,   CASE NO. 2:10-cv-00106-LRH-VCF

20   Plaintiffs,   **DECLARATION OF THOMAS D.
                                                 VANDER VEEN, PH.D. IN SUPPORT
21   v.   OF RIMINI STREET, INC.'S
                                                 OPPOSITION TO ORACLE'S
22 RIMINI STREET, INC., et al.,   MOTION FOR RULE 37 SANCTIONS

23   Defendants.

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DECLARATION OF THOMAS D. VANDER VEEN, PH.D. IN SUPPORT OF RIMINI'S OPPOSITION TO
ORACLE'S MOTION FOR SANCTIONS
CASE NO. 2:10-CV-00106-LRH-VCF

I, Thomas D. Vander Veen, have personal knowledge of the facts set forth in this declaration, and could testify competently to them if asked to do so.

1. I have been asked to calculate the net amount of fees, interest, and costs that Rimini paid to plaintiffs Oracle International Corporation and Oracle America, Inc. (together, "Oracle" or "Plaintiff") in connection with this litigation.

2. In conducting my analysis, members of my team and I have reviewed various documents produced in this litigation, including pleadings, economic and financial information, as well as publicly available information.

I.   Summary of Calculations

3. Based on my education and experience, the facts of this case, and my analysis, I have calculated the total amount paid to Oracle by Rimini to be as follows.[1]

	Amount Paid by Rimini
Copyright Damages	$35,600,000.00
Attorneys' Fees	$28,502,246.40
Taxable Costs	$3,435,281.25
Prejudgment Interest	$22,491,636.16
Total	**$90,029,163.81**

II.   Jury Award

4. On October 13, 2015, a jury found Rimini liable for innocent copyright infringement relating to PeopleSoft, J.D. Edwards, and Siebel software, and also held Rimini and its CEO, Mr. Ravin, liable under the California Comprehensive Data Access and Fraud Act ("CCDAFA") and the Nevada Computer Crimes Law ("NCCL"). The jury awarded Oracle $35,600,000.00 for copyright infringement and $14,427,000.00 for violations of the state computer access statutes.[2] The Ninth Circuit Court of Appeals reversed the judgment

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[1] I understand that in addition to the amounts presented in this declaration, Rimini also paid postjudgment interest to Oracle for the period of time that elapsed between the final judgment and the date Rimini paid the final judgment amount to Oracle. However, I have not been asked to address the amount of postjudgment interest in this declaration.

[2] *Oracle USA, Inc. v. Rimini Street, Inc.*, 209 F. Supp. 3d 1200, 1206 (D. Nev. 2016); *Oracle USA, Inc. v. Rimini Street, Inc.*, 879 F.3d 948, 962–63 & n.7 (9th Cir. 2018).

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with respect to Oracle's claims under the state computer access statutes.[3]   Thus, the damages award, after remand from the Ninth Circuit, was $35,600,000.00 for copyright infringement.[4]

III.   Court Awarded Attorneys' Fees, Taxable Costs, Non-Taxable Costs, and Prejudgment Interest

A. Attorneys' Fees

5.   Oracle argued that the district court should award $35,627,807.99 in attorneys' fees.[5] The court awarded attorneys' fees but found that the legal fees that Oracle requested included improper block billing entries and other inconsistencies. As a result, the district court applied a 20% reduction of the requested fees, resulting in an award of $28,502,246.40 (hereinafter this adjusted award is referred to as "Attorneys' Fee Award").[6] The Ninth Circuit Court of Appeals vacated the Attorneys' Fee Award and remanded for reconsideration in light of Oracle's more limited degree of success.[7]

6.   On March 26, 2018, Oracle filed a renewed motion for attorneys' fees, seeking $28,502,246.40.[8] The district court awarded this amount to Oracle.[9]

7.   On October 11, 2019, Oracle and Rimini stipulated to fees incurred by Oracle on appeal and requested dismissal of Oracle's Motion for Attorneys' Fees on Appeal, which was granted by the judge on October 28, 2019.[10] These attorneys' fees incurred on appeal are not included in the table above.

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[3] *Oracle USA, Inc. v. Rimini Street, Inc.*, 879 F.3d at 961–62.

[4] *Id.* at 962–63 & n.7.

[5] *Oracle USA, Inc. v. Rimini Street, Inc.*, 209 F. Supp. 3d at 1216.

[6] *Id.* at 1216–18.

[7] *Oracle USA, Inc. v. Rimini Street, Inc.*, 879 F.3d at 965.

[8] *Oracle USA, Inc. v. Rimini Street, Inc.*, Case No. 2:10-cv-00106-LRH-VCF (D. Nev.), Dkt. 1118.

[9] *Id.*, Dkt. 1165.

[10]   *Id.*, Dkt. 1281.

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B. Taxable Costs

8.   Oracle initially argued that the court should award $4,950,560.70 in taxable costs in the district court, but ultimately reduced its claimed taxable costs by $1,515,279.45 to $3,435,281.25.[11] While the district court awarded taxable costs of $4,950,566.70,[12] the Ninth Circuit corrected that amount to $3,435,281.25.[13]

C. Non-taxable "Costs"

9.   Oracle claimed that the court should award it $17,636,755.68 in non-taxable costs.[14] The district court applied a reduction of 25% to a portion of these non-taxable costs, but reduced the costs related to Oracle's expert witness, Elizabeth Dean, by 50%.[15] Based on these reductions, the district court awarded non-taxable costs of $12,774,550.26.[16] The Ninth Circuit affirmed Oracle's award of $12,774,550.26, but the U.S. Supreme Court overturned the ruling, stating that an award of "full costs" under copyright law does not include costs that go beyond the six categories of litigation expenses that qualify as "costs" specified by Congress in the general costs statute.[17]

D. Prejudgment Interest

10.   The district court awarded $27,770,696.28 in prejudgment interest on the copyright infringement and hacking awards.[18] Prejudgment interest associated with the copyright infringement award was $22,491,636.16 while the remaining $5,279,060.12 in

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[11] *Oracle USA, Inc. v. Rimini Street, Inc.*, 209 F. Supp. 3d at 1218; *Oracle USA, Inc. v. Rimini Street, Inc.*, Case No. 2:10-cv-00106-LRH-VCF (D. Nev.), Dkt. 1019, Ex. A.

[12] *Oracle USA, Inc. v. Rimini Street, Inc.*, 209 F. Supp. 3d at 1218.

[13] *Oracle USA, Inc. v. Rimini Street, Inc.*, 879 F.3d at 965.

[14] *Oracle USA, Inc. v. Rimini Street, Inc.*, 209 F. Supp. 3d at 1218.

[15] *Id.* at 1218–19.

[16] *Id.* at 1219.

[17] *Rimini Street, Inc. v. Oracle USA, Inc.*, 139 S. Ct. 873, 876 (2019).

[18] *Oracle USA, Inc. v. Rimini Street, Inc.*, 879 F.3d at 963.

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prejudgment interest was associated with the hacking award.[19] However, the Ninth Circuit reversed hacking liability, vacating the hacking fees award and associated prejudgment interest.[20]

IV.   Conclusion

11.   Based on my education and experience, the facts of this case, and my analysis, I have calculated the total amount paid to Oracle by Rimini to be as follows.

	Amount Paid by Rimini
Copyright Damages	$35,600,000.00
Attorneys' Fees	$28,502,246.40
Taxable Costs	$3,435,281.25
Prejudgment Interest	$22,491,636.16
Total	**$90,029,163.81**

I declare under penalty of perjury under the laws of the United States and the State of Nevada that the foregoing is true and correct, and that I executed this Declaration on July 24, 2020 in Elmhurst, Illinois.

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Thomas D. Vander Veen, Ph.D.

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[19]   *Id.*

[20]   *Id.* at 963, 965.

DECLARATION OF THOMAS D. VANDER VEEN, PH.D. IN SUPPORT OF RIMINI'S OPPOSITION TO ORACLE'S MOTION FOR SANCTIONS
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